

EXHIBIT A

The Finke Declaration

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. 01-01139 (KJC)
) (Jointly Administered)
Reorganized Debtors.)
) Hearing Date: March 4, 2015, at 10:00 a.m.
) Objection Deadline: March 2, 2015

THE DECLARATION OF RICHARD C. FINKE IN SUPPORT OF THE
REORGANIZED DEBTORS' THIRTY-SEVENTH OMNIBUS OBJECTION TO
CERTAIN CLAIMS FILED REGARDING PREPETITION LITIGATION CAPTIONED,
TIG INSURANCE COMPANY V. GARY SMOLKER, ET AL., CASE NO. BC 173952
(LOS ANGELES COUNTY SUP. CT.) (JANAVS, J.) (SUBSTANTIVE OBJECTION)

COUNTY OF HOWARD)
) ss.
STATE OF MARYLAND)

Richard C. Finke, after being duly sworn according to law, deposes and says:

1. I am over the age of 18 and competent to testify. I am Vice President and Associate General Counsel of W. R. Grace & Co., one of the reorganized debtors (collectively, "Grace" or the "Reorganized Debtors") in the above-captioned cases. All facts set forth in this Declaration are based on my personal knowledge, on information supplied to me by employees of and/or professionals retained by the Reorganized Debtors in these chapter 11 cases, and on my experience and knowledge of Grace's businesses. If called upon to testify, I could and would testify competently to the facts and opinions contained herein. This declaration is filed in support of the Reorganized Debtors' *Thirty-Seventh Omnibus Objection to Certain Claims Filed Regarding Prepetition Litigation Captioned, TIG Insurance Company v. Gary Smolker, et al., Case No. BC 173952 (Los Angeles County Sup. Ct.) (Janavs, J.) (Substantive Objection)* (the

¹ The Reorganized Debtors comprise W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc., or "Grace") and W. R. Grace & Co.-Conn. ("Grace-Conn.").

“Objection”), filed concomitantly herewith.² Based upon a thorough review of their available books and records, the Reorganized Debtors have concluded that they have no liability as to any of the claims discussed herein and in the Objection.

2. The claim filed by Gary S. Smolker, a pro se plaintiff in the California State Court Litigation (“Smolker” or the “Plaintiff”), asserts property damage to his condominium relating to termite extermination.³ The Reorganized Debtors, Home Savings Termite Control, Inc. (“Termite Control”) and Wayne Morris (who owns and operates Termite Control) are cross-defendants in the California State Court Litigation. That litigation has been stayed as to the Reorganized Debtors, Termite Control and Mr. Morris since the Petition Date. Termite Control and Mr. Morris have filed contingent, unliquidated proofs of claim in these Chapter 11 Cases. On information and belief, Plaintiff has made no attempt since the Reorganized Debtors’ emergence to proceed with the California State Court Litigation or to otherwise prosecute his claim.

3. The remaining facts and circumstances in the Objection are set forth in the opinion issued by the California State Court of Appeals in *Smolker v. Pacific Villas Homeowners Ass’n., et al.*, 2007 Cal. App. Unpub. LEXIS 2155, 2007 WL 809683 (Cal. App. 2d Dist. Mar. 19, 2007), attached as Exhibit C to the Objection.

² Capitalized terms not defined herein shall have the meaning ascribed to them in, as the case may be, the Objection or the *First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants’ Representative, and the Official Committee of Equity Security Holders as Modified Through December 23, 2010* [Docket No. 26368] (as it may be amended or supplemented, the “Plan”).

³ Mr. Smolker is a licensed attorney who is representing himself.

5. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Richard C. Finke

Richard C. Finke
Vice President and Associate General Counsel
W. R. Grace & Co.

SWORN AND SUBSCRIBED before me,
this 30th day of January 2015

Diane E. Borowy

Notary Public

My Commission Expires: September 18, 2016

